

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

IN RE:

W.R. GRACE & CO., et al.,
Debtors.

Chapter 11

Case No. 01-1139 (KJC)

Jointly Administered

NO ORDER REQUIRED

**CERTIFICATION OF NO OBJECTION TO THE FORTY-FIFTH QUARTERLY FEE
APPLICATION OF KRAMER LEVIN NAFTALIS & FRANKEL LLP, COUNSEL TO
THE OFFICIAL COMMITTEE OF EQUITY SECURITY HOLDERS, FOR
COMPENSATION AND REIMBURSEMENT OF DISBURSEMENTS FOR THE
PERIOD APRIL 1, 2013 THROUGH JUNE 30, 2013**

[RE: DOCKET NO. 30990]

On August 20, 2013, Kramer Levin Naftalis & Frankel LLP (“Kramer Levin”), counsel to the Official Committee of Equity Security Holders, filed its Forty Fifth Quarterly Fee Application for Compensation and Reimbursement of Disbursements [Docket No. 30990] (the “Application”). The Application provided an objection deadline of 4:00 p.m. (Eastern Time) on September 9, 2013. The undersigned hereby certifies that she has received no answer, objection or any responsive pleading with respect to the Application and that no answer, objection or any responsive pleading with respect to the Application has been filed with the Court.

WHEREFORE, Kramer Levin respectfully requests that the Court enter an order approving this Application at its earliest convenience.

SAUL EWING LLP

By: /s/ Teresa K.D. Currier
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-and-

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Dated: September 11, 2013